

**EXHIBIT E**

**MONTHLY FEE STATEMENTS FOR FIFTH INERIM FEE PERIOD**

THOMAS O. KELLY III  
(612) 492-6029  
kelly.tom@dorsey.com

October 17, 2013

**VIA FEDERAL EXPRESS**

Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104  
Attn: Darren M. Nashelsky, Gary S. Lee and  
Lorenzo Marinuzzi

Office of the United States Trustee  
for the Southern District of New York  
33 Whitehall Street, 21st Floor  
New York, NY 10004  
Attn: Tracy Hope Davis, Linda A. Riffkin,  
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP  
1177 Avenue of the Americas  
New York, NY 10036  
Attn: Kenneth H. Eckstein and  
Douglas H. Manna

Kirkland & Ellis  
601 Lexington Avenue  
New York, NY 10022  
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP  
4 Times Square  
New York, New York 10036  
Attn: Kenneth S. Ziman and  
Jonathan H. Hofer

Re: In re Residential Capital, LLC, et al.  
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Dorsey & Whitney LLP's monthly fee statements for the period September 1, 2013 through September 30, 2013 (the "Statements"), which were served with a copy of this on the parties listed in paragraph (a) of the Order, on October 17, 2013.

In the absence of a timely objection, the Debtors shall pay \$11,555.64, consisting of the sum of (a) \$11,555.64, an amount equal to 80% of the fees (\$11,555.64 = \$14,444.55 x 0.80) and (b) 100% of the expenses (\$0) being requested in the Statements.

Morrison & Foerster LLP  
Office of the United States Trustee for the Southern District of New York  
Kramer Levin Naftalis & Frankel LLP  
Kirkland & Ellis  
Skadden, Arps, Slate, Meagher & Flom LLP  
October 17, 2013  
Page 2

Objections to the Statements are due by date that is the later of (1) 20 days after the date of service, or (2) the 40th day following the end of the month for which compensation is sought.

Sincerely,

Thomas O. Kelly III

Enclosures

cc: Tammy Hamzehpour (w/encl.)(via Federal Express)



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

October 10, 2013  
Invoice No. 1903015

Client-Matter No.: 479140-00003  
ResCap Treasury General

For Legal Services Rendered Through September 30, 2013

INVOICE TOTAL

Total For Current Legal Fees	\$1,871.55
<b>Total For Current Invoice</b>	<b>\$1,871.55</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

October 10, 2013  
Invoice No. 1903015

**Client-Matter No: 479140-00003**

**ResCap Treasury General**  
**Client Reference #: 718556**

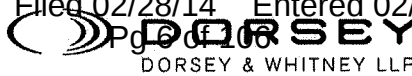
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**For Legal Services Rendered Through September 30, 2013**

09/05/13	T. Kelly	196.20	0.40	3	Review and revise license notice transfer and email B. Smith regarding same
09/06/13	T. Kelly	147.15	0.30	3	Emails with B. Smith regarding transfer to liquidating trust
09/16/13	T. Kelly	147.15	0.30	3	Telephone conference with J. Ruckdaschel and R. Abdelhamid regarding SPE question
09/23/13	M. Voves	627.75	1.50	24	Review third-party administrator service agreement, investment advisor agreement and related disclosures for ResCap 401(k) plan
09/25/13	M. Voves	209.25	0.50	24	Telephone conference with J. Ruckdaschel regarding 401(k) matters
09/25/13	M. Voves	209.25	0.50	24	Review documents in preparation

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GMAC ResCap  
 Client-Matter No.: 479140-00003  
 Invoice No.: 1903015

October 10, 2013  
 Page 2

				for telephone conference with J. Ruckdaschel regarding 401(k) matters
09/26/13	M. Voves	292.95	0.70 24	Revise 401(k) service agreement
09/26/13	M. Voves	41.85	0.10 24	Send 401(k) service agreement to J. Ruckdaschel
<b>Total Hours</b>			<b>4.30</b>	

<b>Total for Legal Fees</b>	<b>\$1,871.55</b>
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<b>Total This Invoice</b>	<b>\$1,871.55</b>
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#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Voves	Partner	3.30	418.50	1,381.05
T. Kelly	Partner	1.00	490.50	490.50
<b>Total all Timekeepers</b>		<b>4.30</b>		<b>1,871.55</b>

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(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

October 14, 2013  
Invoice No. 1904307

Client-Matter No.: 479140-00005  
Business Lending Workout Matters

For Legal Services Rendered Through September 30, 2013

INVOICE TOTAL

Total For Current Legal Fees	\$7,562.70
<b>Total For Current Invoice</b>	<b>\$7,562.70</b>

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STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

October 14, 2013  
Invoice No. 1904307

**Client-Matter No: 479140-00005**

**Business Lending Workout Matters**  
**Client Reference #: 731146**

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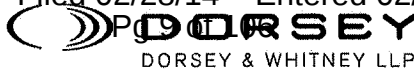
**For Legal Services Rendered Through September 30, 2013**

09/01/13	M. Buckley	59.40	0.20	17	(Nationwide) Memoranda with C. MacElree, D. Horst, and J. Langdon regarding edits to second amended complaint
09/01/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to C. MacElree and M. Buckley regarding revisions to second amended complaint against Hanover
09/02/13	M. Buckley	267.30	0.90	17	(Nationwide) Revise draft of second amended complaint
09/03/13	M. Buckley	594.00	2.00	17	(Nationwide) Finalize second amended complaint
09/03/13	M. Buckley	59.40	0.20	17	(Nationwide) Correspond with local counsel regarding filing of second amended complaint
09/03/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from

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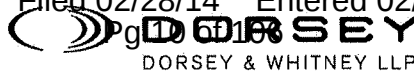
GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1904307

October 14, 2013  
 Page 2

				and to A. Cooper regarding settlement
09/03/13	J. Langdon	219.60	0.40 17	(Nationwide) Draft memoranda regarding Hanover complaint finalization
09/04/13	J. Langdon	54.90	0.10 17	(Nationwide) Memoranda from and to D. Axelrod regarding plea hearing
09/04/13	J. Langdon	54.90	0.10 17	(Nationwide) Memoranda to and from C. MacElree regarding plea hearing
09/04/13	J. Langdon	54.90	0.10 17	(Nationwide) Memoranda to opposing counsel
09/05/13	S. Heim	40.50	0.10 17	(Nationwide) Review and respond to J. Langdon's email regarding dischargeability of restitution awards
09/05/13	J. Langdon	109.80	0.20 17	(Nationwide) Memoranda to and from S. Heim regarding bankruptcy issues
09/05/13	J. Langdon	109.80	0.20 17	(Nationwide) Memorandum to opposing counsel regarding settlement of California action
09/05/13	J. Langdon	109.80	0.20 17	(Nationwide) Memoranda to and from C. MacElree, D. Horst and L. Delehey regarding Pitchersky settlement
09/05/13	J. Langdon	109.80	0.20 17	(Nationwide) Memoranda to and from C. MacElree regarding attachment amount
09/06/13	J. Langdon	109.80	0.20 17	(Nationwide) Memoranda to and from S. Heim regarding preference analysis
09/06/13	J. Langdon	109.80	0.20 17	(Nationwide) Memoranda to and from C. MacElree

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09/06/13	J. Langdon	54.90	0.10	17	(Nationwide) Memoranda from and to trustee's counsel
09/06/13	J. Langdon	54.90	0.10	17	(Nationwide) Telephone conference with trustee's counsel
09/09/13	R. Mallard	173.25	0.50	17	(Alliance) Conference with E. Schnabel regarding questions about adversary proceeding procedural history and outstanding issues for stipulation to lift the automatic stay
09/09/13	E. Schnabel	101.70	0.20	17	Emails with J. Wishnew and L. Delehey regarding stipulation
09/09/13	E. Schnabel	152.55	0.30	17	Review stipulation
09/09/13	E. Schnabel	101.70	0.20	17	Conferences with R. Mallard regarding stipulation
09/10/13	J. Mikhailevich	244.80	0.80	17	(Alliance) Revise stipulation and order for relief from the automatic stay
09/10/13	J. Mikhailevich	91.80	0.30	SSI(AI	(Alliance) Telephone conference with E. Schnabel
09/10/13	E. Schnabel	50.85	0.10	17	Review stipulation
09/10/13	E. Schnabel	101.70	0.20	17	Telephone conference with J. Wishnew and L. Delehey regarding stipulation
09/10/13	E. Schnabel	50.85	0.10	17	Conference with J. Mikhailevich regarding stipulation
09/11/13	M. Buckley	356.40	1.20	17	(Nationwide) Draft MacElree verification of second amended complaint and precipe to substitute verifications
09/12/13	J. Langdon	164.70	0.30	17	(Nationwide) Draft memoranda regarding Hanover discovery
09/13/13	J. Mikhailevich	91.80	0.30	17	(Alliance) Review revised stipulation

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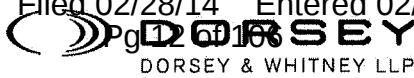
GMAC ResCap  
 Client-Matter No.: 479140-00005  
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October 14, 2013  
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09/13/13	J. Mikhailevich	91.80	0.30	17	Review and draft emails to working group
09/13/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to A. Cooper regarding California action
09/16/13	M. Buckley	59.40	0.20	17	Memoranda to J. Richardson and C. MacElree concerning MacElree verification to second amended complaint
09/16/13	J. Langdon	109.80	0.20	17	(Nationwide) Review memoranda from opposing counsel regarding California action
09/16/13	J. Langdon	54.90	0.10	17	(Nationwide) Memoranda from and to C. MacElree regarding settlement payment
09/17/13	M. Buckley	59.40	0.20	17	(Nationwide) Memoranda with C. MacElree and J. Richardson regarding MacElree verification for second amended complaint
09/17/13	J. Langdon	54.90	0.10	17	(Nationwide) Review bankruptcy docket for update on filings
09/17/13	J. Langdon	658.80	1.20	17	(Nationwide) Draft Pitchersky settlement papers
09/17/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to C. MacElree regarding trustee's motion
09/17/13	J. Langdon	164.70	0.30	17	(Nationwide) Review and revise complaint against title insurer
09/18/13	M. Buckley	118.80	0.40	17	(Nationwide) Memoranda with C. MacElree and J. Richardson to confirm execution and sending of MacElree verification to second amended complaint
09/18/13	J. Mikhailevich	61.20	0.20	17	Telephone conference with E. Hulsebos regarding reduced fee amount

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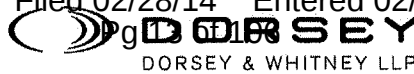
GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1904307

October 14, 2013  
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09/18/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to C. MacElree regarding Hanover complaint
09/19/13	M. Buckley	29.70	0.10	17	(Nationwide) Memoranda with J. Richardson and C. MacElree regarding verification for second amended complaint
09/20/13	J. Langdon	109.80	0.20	17	(Nationwide) Draft memorandum regarding Hanover motion
09/23/13	M. Buckley	29.70	0.10	17	(Nationwide) Check York County docket for answer or preliminary objections from Hanover counsel
09/23/13	M. Buckley	29.70	0.10	17	(Nationwide) Memoranda with J. Langdon regarding Hanover answer/objections
09/23/13	J. Langdon	274.50	0.50	17	(Nationwide) Revise Pitchersky settlement papers
09/23/13	J. Langdon	54.90	0.10	17	(Nationwide) Draft memoranda regarding Hanover response
09/24/13	M. Buckley	207.90	0.70	17	(Nationwide) Review Hanover responses to second amended complaint
09/24/13	J. Langdon	109.80	0.20	17	(Nationwide) Review Hanover answer
09/24/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to C. MacElree and L. Delehey regarding Hanover answer
09/24/13	J. Langdon	274.50	0.50	17	(Nationwide) Revise Pitchersky settlement papers
09/24/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to C. MacElree and L. Delehey regarding Pitchersky settlement papers
09/24/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from D. Axelrod regarding

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GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1904307

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				Pitchersky plea
09/25/13	J. Langdon	54.90	0.10 17	(Nationwide) Memoranda from and to court regarding Pitchersky plea transcript
09/25/13	J. Langdon	164.70	0.30 17	(Nationwide) Draft memoranda regarding Pitchersky settlement terms
09/25/13	J. Langdon	109.80	0.20 17	(Nationwide) Telephone conference with C. MacElree regarding plea hearing
09/26/13	J. Langdon	54.90	0.10 17	(Nationwide) Review California bankruptcy pleadings
09/28/13	J. Langdon	54.90	0.10 17	Memoranda regarding transcript of Pitchersky plea
<b>Total Hours</b>		<b>17.80</b>		

**Total for Legal Fees \$7,562.70**

**Total This Invoice \$7,562.70**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Buckley	Associate	6.30	297.00	1,871.10
R. Mallard	Associate	0.50	346.50	173.25
J. Mikhailevich	Associate	1.90	306.00	581.40
E. Schnabel	Partner	1.10	508.50	559.35
S. Heim	Partner	0.10	405.00	40.50
J. Langdon	Partner	7.90	549.00	4,337.10
<b>Total all Timekeepers</b>		<b>17.80</b>		<b>7,562.70</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN 55437

October 14, 2013  
Invoice No. 1903834

Client-Matter No.: 479140-00007  
FDIC Subpoena

For Legal Services Rendered Through September 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees

\$465.30

**Total For Current Invoice**

**\$465.30**

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

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800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

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# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN 55437

October 14, 2013  
Invoice No. 1903834

**Client-Matter No: 479140-00007**

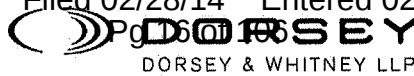
## FDIC Subpoena

### For Legal Services Rendered Through September 30, 2013

09/11/13	M. Stinson	84.60	0.40	18	Review and analyze correspondence and subpoena and conference with B. Smith and P. Spencer
09/11/13	M. Stinson	42.30	0.20	18	Telephone conference with agent Stephenson regarding subpoena obligations and current status; email B. Smith and P. Spencer regarding same
09/16/13	M. Stinson	63.45	0.30	18	Telephone conference with B. Smith regarding new subpoena matter with IRS special agent
09/16/13	M. Stinson	63.45	0.30	18	Review materials in preparation for call with special agent
09/16/13	M. Stinson	42.30	0.20	18	Telephone conference with special agent and correspondence with B. Smith regarding results of call
09/19/13	M. Stinson	63.45	0.30	18	Draft letter to Special Agent Kevin

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Residential Capital, LLC  
 Client-Matter No.: 479140-00007  
 Invoice No.: 1903834

October 14, 2013  
 Page 2

					Tighe regarding IRS subpoena
09/20/13	M. Stinson	63.45	0.30	18	Telephone conference with B. Smith regarding subpoenas and leave voicemail for SA Tighe regarding same issues
09/26/13	M. Stinson	42.30	0.20	18	Telephone conference with SATighe and email B. Smith and J Jackson regarding results of telephone conference
<b>Total Hours</b>		<b>2.20</b>			

<b>Total for Legal Fees</b>	<b>\$465.30</b>
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<b>Total This Invoice</b>	<b>\$465.30</b>
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#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Stinson	Associate	2.20	211.50	465.30
<b>Total all Timekeepers</b>		<b>2.20</b>		<b>465.30</b>

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612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

October 15, 2013  
Invoice No. 1904740

Client-Matter No.: 479140-00008  
City of Atlanta re Barb Wendt

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**For Legal Services Rendered Through September 30, 2013**

**INVOICE TOTAL**

<b>Total For Current Legal Fees</b>	<b>\$3,144.15</b>
<b>Total For Current Invoice</b>	<b>\$3,144.15</b>

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Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

**ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY**



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

October 15, 2013  
Invoice No. 1904740

**Client-Matter No: 479140-00008**

**City of Atlanta re Barb Wendt**

---

## For Legal Services Rendered Through September 30, 2013

09/03/13 J Jackson	123.30	0.20	4	Review status of criminal citation at B. Wendt's request
09/03/13 J Jackson	61.65	0.10	4	Correspond with B. Smith regarding status of criminal citation
09/10/13 J Jackson	123.30	0.20	4	Conference with M. Stinson regarding status of criminal citation and gathering underlying facts
09/11/13 J Jackson	184.95	0.30	4	Telephone conference with B. Smith regarding documents on Atlanta property ownership
09/11/13 J Jackson	184.95	0.30	4	Review documents regarding sale of the property in question
09/11/13 J Jackson	184.95	0.30	4	Review previous email correspondence regarding same
09/12/13 J Jackson	123.30	0.20	4	Telephone conference with B. Smith and R. Horn regarding

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Residential Capital, LLC  
 Client-Matter No.: 479140-00008  
 Invoice No.: 1904740

October 15, 2013  
 Page 2

				property ownership and sale
09/12/13	J Jackson	616.50	1.00 4	Review R. Horn documents
09/13/13	J Jackson	184.95	0.30 4	Review backup documents
09/26/13	J Jackson	493.20	0.80 4	Revise letter to City of Atlanta District Attorney
09/30/13	J Jackson	184.95	0.30 4	Correspond with B. Wendt regarding status and actions taken
09/30/13	J Jackson	184.95	0.30 4	Review latest criminal citation directed to B. Wendt
09/30/13	J Jackson	246.60	0.40 4	Review materials from B. Smith and B. Hall regarding sale of Atlanta property
09/30/13	J Jackson	123.30	0.20 4	Make calls to Atlanta police department regarding B. Wendt and sale of property
09/30/13	J Jackson	123.30	0.20 4	Telephone conference with B. Wendt to inform her of what we learned from B. Hall materials and Atlanta district attorney's office
<b>Total Hours</b>			<b>5.10</b>	

**Total for Legal Fees \$3,144.15**

**Total This Invoice \$3,144.15**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	5.10	616.50	3,144.15
<b>Total all Timekeepers</b>		<b>5.10</b>		<b>3,144.15</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

October 9, 2013  
Invoice No. 1902737

Client-Matter No.: 355050-00360  
Huntington Bancshares Inc.

For Legal Services Rendered Through September 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees

**\$632.25**

**Total For Current Invoice**

**\$632.25**

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

October 9, 2013  
Invoice No. 1902737

**Client-Matter No: 355050-00360**

**Huntington Bancshares Inc.**  
**Client Reference #: 719440**

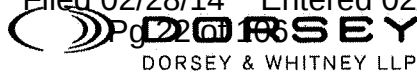
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**For Legal Services Rendered Through September 30, 2013**

09/04/13	J. Langdon	54.90	0.10	17	Review proposed stipulation regarding hearing
09/04/13	J. Langdon	54.90	0.10	17	Memoranda from and to Ally counsel regarding proposed stipulation regarding hearing
09/16/13	J. Langdon	54.90	0.10	17	Review court of appeals order adjourning hearing
09/23/13	A. Brantingham	71.55	0.30	17	Review court of appeals' orders
09/23/13	A. Brantingham	47.70	0.20	17	Telephone call to staff attorney's office
09/23/13	J. Langdon	54.90	0.10	17	Draft memoranda regarding status of appeal
09/24/13	A. Brantingham	47.70	0.20	17	Review bankruptcy notice and docket
09/24/13	A. Brantingham	166.95	0.70	17	Draft update letter to clerk of court of appeals

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Residential Funding Company, LLC  
 Client-Matter No.: 355050-00360  
 Invoice No.: 1902737

October 9, 2013  
 Page 2

09/24/13	J. Langdon	54.90	0.10	17	Review letter to Court of Appeals regarding status
09/25/13	A. Brantingham	23.85	0.10	17	Finalize and submit update letter to court of appeals
<b>Total Hours</b>		<b>2.00</b>			

<b>Total for Legal Fees</b>	<b>\$632.25</b>
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<b>Total This Invoice</b>	<b>\$632.25</b>
---------------------------	-----------------

#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
A. Brantingham	Associate	1.50	238.50	357.75
J. Langdon	Partner	0.50	549.00	274.50
<b>Total all Timekeepers</b>		<b>2.00</b>		<b>632.25</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

October 9, 2013  
Invoice No. 1902738

Client-Matter No.: 355050-00361  
1941Stichting Pensioenfond ABP

For Legal Services Rendered Through September 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$768.60
<b>Total For Current Invoice</b>	<b>\$768.60</b>

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Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

October 9, 2013  
Invoice No. 1902738

**Client-Matter No: 355050-00361**

**1941Stichting Pensioenfonds ABP**  
**Client Reference #: 719458**

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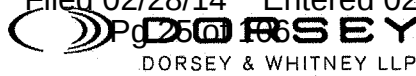
**For Legal Services Rendered Through September 30, 2013**

09/03/13	J. Langdon	54.90	0.10	17	Review bankruptcy docket regarding status
09/05/13	J. Langdon	54.90	0.10	17	Review bankruptcy filings
09/05/13	J. Langdon	54.90	0.10	17	Draft memoranda regarding bankruptcy notice
09/12/13	J. Langdon	54.90	0.10	17	Review documents regarding motion to dismiss
09/17/13	J. Langdon	54.90	0.10	17	Review bankruptcy filings
09/20/13	J. Langdon	109.80	0.20	17	Review plan documents
09/20/13	J. Langdon	109.80	0.20	17	Telephone conferences with L. Lundsten regarding plan vote
09/24/13	J. Langdon	109.80	0.20	17	Review current pleadings regarding status of plan approval
09/26/13	J. Langdon	54.90	0.10	17	Review plan requirements
09/27/13	J. Langdon	109.80	0.20	17	Telephone conferences D. Olson

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Residential Funding Company, LLC  
 Client-Matter No.: 355050-00361  
 Invoice No.: 1902738

October 9, 2013  
 Page 2

regarding plan requirements

**Total Hours** **1.40**

**Total for Legal Fees** **\$768.60**

**Total This Invoice** **\$768.60**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	1.40	549.00	768.60
<b>Total all Timekeepers</b>		<b>1.40</b>		<b>768.60</b>

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THOMAS O. KELLY III  
(612) 492-6029  
kelly.tom@dorsey.com

November 20, 2013

**VIA FEDERAL EXPRESS**

Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104  
Attn: Darren M. Nashelsky, Gary S. Lee and  
Lorenzo Marinuzzi

Office of the United States Trustee  
for the Southern District of New York  
33 Whitehall Street, 21st Floor  
New York, NY 10004  
Attn: Tracy Hope Davis, Linda A. Riffkin,  
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP  
1177 Avenue of the Americas  
New York, NY 10036  
Attn: Kenneth H. Eckstein and  
Douglas H. Mannal

Kirkland & Ellis  
601 Lexington Avenue  
New York, NY 10022  
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP  
4 Times Square  
New York, New York 10036  
Attn: Kenneth S. Ziman and  
Jonathan H. Hofer

Re: In re Residential Capital, LLC, et al.  
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Dorsey & Whitney LLP's monthly fee statements for the period September 30, 2013 through October 31, 2013 (the "Statements"), which were served with a copy of this on the parties listed in paragraph (a) of the Order, on November 20, 2013.

In the absence of a timely objection, the Debtors shall pay \$12,962.00, consisting of the sum of (a) \$12,960.00, an amount equal to 80% of the fees (\$12,960.00 = \$16,200.00 x 0.80) and (b) 100% of the expenses (\$2.00) being requested in the Statements.

Morrison & Foerster LLP  
Office of the United States Trustee for the Southern District of New York  
Kramer Levin Naftalis & Frankel LLP  
Kirkland & Ellis  
Skadden, Arps, Slate, Meagher & Flom LLP  
November 20, 2013  
Page 2

Objections to the Statements are due by date that is the later of (1) 20 days after the date of service, or (2) the 40th day following the end of the month for which compensation is sought.

Sincerely,

Thomas O. Kelly III

Enclosures

cc: Tammy Hamzehpour (w/encl.)(via Federal Express)



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911401

Client-Matter No.: 355050-00360  
Huntington Bancshares Inc.

---

**For Legal Services Rendered Through October 31, 2013**

**INVOICE TOTAL**

Total For Current Legal Fees	\$181.35
<b>Total For Current Invoice</b>	<b>\$181.35</b>

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Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911401

**Client-Matter No: 355050-00360**

**Huntington Bancshares Inc.**  
**Client Reference #: 719440**

---

## For Legal Services Rendered Through October 31, 2013

10/24/13	A. Brantingham	71.55	0.30	17	Draft update letter to court of appeals
10/30/13	J. Langdon	109.80	0.20	17	Telephone conferences with Carpenter & Lipps attorney regarding confirmation of individual defendants
<b>Total Hours</b>		<b>0.50</b>			

<b>Total for Legal Fees</b>	<b>\$181.35</b>
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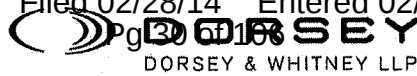
<b>Total This Invoice</b>	<b>\$181.35</b>
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## Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
A. Brantingham	Associate	0.30	238.50	71.55

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Residential Funding Company, LLC  
Client-Matter No.: 355050-00360  
Invoice No.: 1911401

November 18, 2013  
Page 2

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	0.20	549.00	109.80
<b>Total all Timekeepers</b>		<b>0.50</b>		<b>181.35</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911402

Client-Matter No.: 355050-00361  
1941Stichting Pensioenfonds ABP

For Legal Services Rendered Through October 31, 2013

INVOICE TOTAL

Total For Current Legal Fees	\$1,670.85
<b>Total For Current Invoice</b>	<b>\$1,670.85</b>

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P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
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800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911402

**Client-Matter No: 355050-00361**

**1941Stichting Pensioenfonds ABP**  
**Client Reference #: 719458**

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**For Legal Services Rendered Through October 31, 2013**

10/03/13	J. Langdon	54.90	0.10	17	Review key bankruptcy filings regarding plan approval
10/04/13	J. Langdon	109.80	0.20	17	Telephone conferences B. Paradis regarding litigation status
10/08/13	J. Langdon	54.90	0.10	17	Draft memoranda
10/10/13	J. Langdon	164.70	0.30	17	Memoranda from and to individual defendants
10/15/13	J. Langdon	54.90	0.10	17	Draft memoranda regarding plan terms
10/16/13	J. Langdon	109.80	0.20	17	Telephone conference with B. Paradis regarding status of cases
10/17/13	J. Langdon	109.80	0.20	17	Review bankruptcy pleadings and notices
10/23/13	A. Brantingham	23.85	0.10	17	Email counsel regarding status letter to court

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Residential Funding Company, LLC  
 Client-Matter No.: 355050-00361  
 Invoice No.: 1911402

November 18, 2013  
 Page 2

10/23/13	J. Langdon	54.90	0.10	17	Draft memoranda regarding update to court
10/28/13	J. Langdon	109.80	0.20	17	Memoranda from and to R. Fons regarding status of investigation
10/30/13	J. Langdon	109.80	0.20	17	Review and comment on status letter to court
10/30/13	J. Langdon	603.90	1.10	17	Review plan exhibits regarding investor claims trust
10/31/13	J. Langdon	109.80	0.20	17	Review key bankruptcy filings regarding plan approval
<b>Total Hours</b>			<b>3.10</b>		

**Total for Legal Fees** **\$1,670.85**

**Total This Invoice** **\$1,670.85**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
A. Brantingham	Associate	0.10	238.50	23.85
J. Langdon	Partner	3.00	549.00	1,647.00
<b>Total all Timekeepers</b>		<b>3.10</b>		<b>1,670.85</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911403

Client-Matter No.: 355050-00368  
John Hancock Life Insurance Company, et al

For Legal Services Rendered Through October 31, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$713.70
<b>Total For Current Invoice</b>	<b>\$713.70</b>

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Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

November 18, 2013  
Invoice No. 1911403

Client-Matter No: 355050-00368

John Hancock Life Insurance Company, et al  
Client Reference #: 732099

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For Legal Services Rendered Through October 31, 2013

10/30/13	J. Langdon	603.90	1.10	17	Review plan exhibits regarding investor claims trust
10/30/13	J. Langdon	109.80	0.20	17	Review and comment on status letter to court
<b>Total Hours</b>			<b>1.30</b>		

<b>Total for Legal Fees</b>	<b>\$713.70</b>
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<b>Total This Invoice</b>	<b>\$713.70</b>
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Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	1.30	549.00	713.70
<b>Total all Timekeepers</b>		<b>1.30</b>		<b>713.70</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

November 15, 2013  
Invoice No. 1911142

Client-Matter No.: 479140-00003  
ResCap Treasury General

For Legal Services Rendered Through October 31, 2013

INVOICE TOTAL

Total For Current Legal Fees

\$1,058.85

**Total For Current Invoice**

**\$1,058.85**

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U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

November 15, 2013  
Invoice No. 1911142

**Client-Matter No: 479140-00003**

**ResCap Treasury General**  
**Client Reference #: 718556**

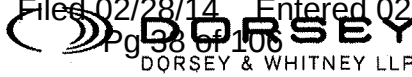
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**For Legal Services Rendered Through October 31, 2013**

10/08/13	M. Stinson	63.45	0.30	18	Telephone conference with E. Smith from Atlanta Solicitor's Office regarding subpoena to Barb Wendt and email J Jackson regarding result of telephone conference
10/09/13	M. Stinson	21.15	0.10	18	Telephone conference with Special Agent Tighe regarding subpoena and possibility of producing witness
10/10/13	M. Stinson	42.30	0.20	18	Email P. Spencer and B. Smith regarding status update and potential witness in Knockum subpoena
10/11/13	M. Stinson	63.45	0.30	20	Telephone conference with J. Ruckdaschel regarding vendor contract language
10/14/13	C. Latortue	99.00	0.40	24	Review drug screening clause for

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GMAC ResCap  
 Client-Matter No.: 479140-00003  
 Invoice No.: 1911142

November 15, 2013  
 Page 2

				M. Stinson to determine revised language
10/14/13	C. Latortue	74.25	0.30 24	Strategy discussion with J. Linehan regarding same
10/14/13	G. Wirth	522.00	1.00 24	Review drug testing language
10/15/13	C. Latortue	74.25	0.30 24	Telephone conference with M. Stinson and J. Ruckdaschel regarding drug screening clause and accommodation of medical marijuana in California
10/15/13	C. Latortue	99.00	0.40 24	Revise drug screening language per telephone conference
<b>Total Hours</b>			<b>3.30</b>	

**Total for Legal Fees \$1,058.85**

**Total This Invoice \$1,058.85**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
C. Latortue	Associate	1.40	247.50	346.50
M. Stinson	Associate	0.90	211.50	190.35
G. Wirth	Partner	1.00	522.00	522.00
<b>Total all Timekeepers</b>		<b>3.30</b>		<b>1,058.85</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

November 18, 2013  
Invoice No. 1911199

Client-Matter No.: 479140-00005  
Business Lending Workout Matters

For Legal Services Rendered Through October 31, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$8,863.20
Total For Current Disbursements and Service Charges	\$2.00
<b>Total For Current Invoice</b>	<b>\$8,865.20</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

November 18, 2013  
Invoice No. 1911199

**Client-Matter No: 479140-00005**

**Business Lending Workout Matters**  
**Client Reference #: 731146**

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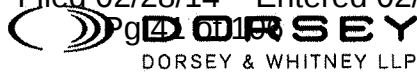
**For Legal Services Rendered Through October 31, 2013**

10/02/13	M. Buckley	59.40	0.20	17	(Nationwide) Memoranda to J. Richardson regarding deadline for upcoming responses to materials in Hanover response to second amended complaint
10/02/13	J. Langdon	54.90	0.10	17	(Nationwide) Draft memoranda regarding Pitchersky plea
10/02/13	J. Langdon	54.90	0.10	17	(Nationwide) Review memorandum from opposition counsel regarding proposed settlement
10/03/13	M. Buckley	89.10	0.30	17	(Nationwide) Develop plan for completion of summary judgment and responses to Hanover additional material in response to second amended complaint
10/03/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to A. Cooper regarding settlement

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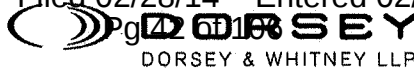
GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1911199

November 18, 2013  
 Page 2

10/03/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to C. MacElree regarding Pitchersky plea
10/03/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from C. MacElree and L. Delehey regarding Pitchersky settlement
10/03/13	J. Langdon	54.90	0.10	17	(Nationwide) Review bankruptcy filings
10/04/13	J. Langdon	274.50	0.50	17	(Nationwide) Review Pitchersky plea transcript
10/04/13	J. Langdon	54.90	0.10	17	(Nationwide) Memoranda to and from C. MacElree regarding Pitchersky plea transcript
10/04/13	J. Langdon	54.90	0.10	17	(Nationwide) Draft memoranda regarding restitution issues
10/05/13	M. Buckley	29.70	0.10	17	(Nationwide) Memoranda to J. Richardson regarding need for verification for answer to new material in Hanover answer to second amended complaint
10/07/13	M. Buckley	1,277.10	4.30	17	(Nationwide) Draft answer to new matter in Hanover answer to second amended complaint
10/07/13	J. Langdon	164.70	0.30	17	(Nationwide) Revise Pitchersky settlement papers
10/07/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to A. Cooper regarding Pitchersky settlement papers
10/07/13	J. Langdon	54.90	0.10	17	(Nationwide) Draft memoranda regarding Hanover pleadings
10/08/13	M. Buckley	148.50	0.50	17	(Nationwide) Revise reply to new matter in Hanover answer
10/08/13	M. Buckley	29.70	0.10	17	(Nationwide) Memoranda with J. Richardson and C. MacElree regarding reply to new matter in

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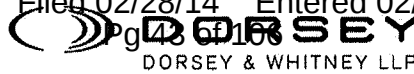
GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1911199

November 18, 2013  
 Page 3

Date	Attorney	Rate	Time	Activity
				Hanover answer
10/08/13	J. Langdon	274.50	0.50 17	(Nationwide) Review and revise Hanover pleadings
10/08/13	J. Langdon	109.80	0.20 17	(Nationwide) Draft memoranda regarding Pitchersky settlement
10/08/13	C. Miller	162.00	0.80 17	Process transcript and exhibits to document management database to enable full text searching and facilitate attorney review
10/09/13	M. Buckley	29.70	0.10 17	(Nationwide) Memoranda to C. MacElree regarding review of responses to new matter in Hanover answer to second amended complaint
10/10/13	M. Buckley	29.70	0.10 17	(Nationwide) Memoranda to C. MacElree regarding verification of reply to new matter in answer of Hanover to second amended complaint
10/10/13	J. Langdon	164.70	0.30 17	(Nationwide) Memoranda from and to A. Cooper regarding Pitchersky settlement
10/10/13	J. Langdon	109.80	0.20 17	(Nationwide) Revise settlement documents
10/10/13	J. Langdon	54.90	0.10 17	(Nationwide) Memoranda to and from C. MacElree to settlement documents
10/11/13	M. Buckley	178.20	0.60 17	(Nationwide) Revise reply to new matter in Hanover's answer to second amended complaint
10/14/13	M. Buckley	207.90	0.70 17	(Nationwide) Memoranda with C. MacElree to confirm verification for reply to new Hanover matter
10/14/13	M. Buckley	59.40	0.20 17	(Nationwide) Arrange for sending of verification to Pennsylvania

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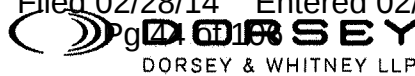
GMAC ResCap  
 Client-Matter No.: 479140-00005  
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November 18, 2013  
 Page 4

				counsel
10/14/13 J. Langdon	219.60	0.40	17	(Nationwide) Draft memoranda regarding payment of CD proceeds by Ally Bank
10/14/13 J. Langdon	109.80	0.20	17	(Nationwide) Draft memoranda regarding Hanover response pleading
10/15/13 M. Buckley	29.70	0.10	17	(Nationwide) Memoranda with J. Richardson to finalize and file reply to Hanover new matter
10/15/13 J. Langdon	164.70	0.30	17	(Nationwide) Revise Pitchersky settlement documents
10/15/13 J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to opposing counsel regarding Pitchersky settlement documents
10/15/13 J. Langdon	109.80	0.20	17	(Nationwide) Draft memoranda regarding payment of proceeds from Ally Bank
10/16/13 J. Langdon	768.60	1.40	17	(Nationwide) Revise settlement documents
10/16/13 J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from C. MacElree and L. Delehey regarding settlement documents
10/16/13 J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to T. Denis regarding status of payment
10/17/13 J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to T. Denis regarding Pitchersky payment
10/17/13 J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to A. Cooper regarding Pitchersky payment
10/17/13 J. Langdon	164.70	0.30	17	(Nationwide) Memoranda from and to C. MacElree regarding Pitchersky payment and regarding strategy

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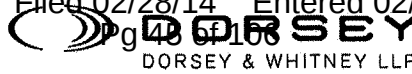
GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1911199

November 18, 2013  
 Page 5

10/18/13	J. Langdon	219.60	0.40	17	(Nationwide) Memoranda to and from and telephone conference with C. MacElree regarding settlement agreement terms
10/21/13	J. Langdon	109.80	0.20	17	(Nationwide) Draft memoranda regarding Pitchersky settlement papers
10/21/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from local counsel regarding settlement timing
10/22/13	J. Langdon	439.20	0.80	17	(Nationwide) Revise Pitchersky settlement documents
10/22/13	J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to C. MacElree regarding Pitchersky settlement documents
10/23/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to opposing counsel regarding settlement terms
10/23/13	J. Langdon	109.80	0.20	17	(Nationwide) Review and revise settlement papers
10/24/13	J. Langdon	164.70	0.30	17	(Nationwide) Memorandum to A. Cooper regarding settlement terms and documents
10/24/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from C. MacElree regarding Pitchersky settlement
10/24/13	J. Langdon	109.80	0.20	17	(Nationwide) Telephone conference with L. Delehey regarding Pitchersky settlement
10/28/13	J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to and from L. Delehey regarding litigation status
10/28/13	J. Langdon	164.70	0.30	17	(Nationwide) Memoranda to and from C. MacElree regarding Pitchersky sentencing

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GMAC ResCap  
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 Invoice No.: 1911199

November 18, 2013  
 Page 6

10/28/13 J. Langdon	219.60	0.40	17	(Nationwide) Gather key pleadings regarding Pitchersky evasion effort
10/29/13 J. Langdon	54.90	0.10	17	(Nationwide) Memorandum to L. Delehey regarding current pleadings
10/29/13 J. Langdon	109.80	0.20	17	(Nationwide) Memoranda to C. MacElree regarding status
10/30/13 J. Langdon	329.40	0.60	17	(Nationwide) Draft summary memorandum regarding Pitchersky conduct
10/30/13 J. Langdon	164.70	0.30	17	(Nationwide) Memoranda to and from C. MacElree regarding Pitchersky conduct
10/31/13 J. Langdon	109.80	0.20	17	(Nationwide) Memoranda from and to C. MacElree regarding Pitchersky issues

**Total Hours 20.00**

**Total for Legal Fees \$8,863.20**

#### Disbursements and Service Charges

Copies of Legal Documents - Los Angeles Superior Court - Obtain Copy of Court Minute Order of Hearing on Order to Show Cause 06/28/13 2.00

**Total for Disbursements and Service Charges \$2.00**

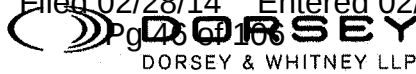
**Total This Invoice \$8,865.20**

#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Buckley	Associate	7.30	297.00	2,168.10

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GMAC ResCap  
Client-Matter No.: 479140-00005  
Invoice No.: 1911199

November 18, 2013  
Page 7

<b>Timekeeper</b>	<b>Class</b>	<b>Hours</b>	<b>Billed Rate</b>	<b>Amount</b>
J. Langdon	Partner	11.90	549.00	6,533.10
C. Miller	Paralegal	0.80	202.50	162.00
<b>Total all Timekeepers</b>		<b>20.00</b>		<b>8,695.10</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

November 19, 2013  
Invoice No. 1911866

Client-Matter No.: 479140-00008  
City of Atlanta re Barb Wendt

---

**For Legal Services Rendered Through October 31, 2013**

**INVOICE TOTAL**

Total For Current Legal Fees	\$2,781.45
<b>Total For Current Invoice</b>	<b>\$2,781.45</b>

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Minneapolis, MN 55402

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Mail Station 03-02-60  
Minneapolis, MN 55423

November 19, 2013  
Invoice No. 1911866

**Client-Matter No: 479140-00008**

**City of Atlanta re Barb Wendt**

---

**For Legal Services Rendered Through October 31, 2013**

10/01/13 J Jackson	123.30	0.20	4	Attempt to reach Atlanta police regarding arrest citation
10/02/13 J Jackson	61.65	0.10	4	Call Atlanta police department and leave message regarding B. Wendt
10/02/13 J Jackson	246.60	0.40	4	Evaluate and consider options given and information from City of Atlanta
10/03/13 J Jackson	246.60	0.40	4	Provide guidance to M. Stinson to follow-up on reaching City of Atlanta regarding arrest citation
10/03/13 M. Stinson	42.30	0.20	18	Conference with J Jackson regarding background and efforts taken to communicate with Atlanta supervising officer
10/03/13 M. Stinson	21.15	0.10	18	Attempt to reach supervising officer
10/03/13 M. Stinson	84.60	0.40	18	Telephone conference with

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Residential Capital, LLC  
 Client-Matter No.: 479140-00008  
 Invoice No.: 1911866

November 19, 2013  
 Page 2

					Atlanta City Attorneys' Office
10/04/13	J Jackson	493.20	0.80	4	Further consultation with M. Stinson regarding obtaining relief for B. Wendt
10/04/13	M. Stinson	63.45	0.30	18	Attempt to reach solicitor's office regarding subpoena and update J Jackson regarding status
10/07/13	J Jackson	123.30	0.20	4	Meet with M. Stinson regarding status of criminal citation directed at B. Wendt
10/07/13	M. Stinson	42.30	0.20	18	Attempt to call Agent Moore and Solicitor Carter regarding citation
10/08/13	J Jackson	123.30	0.20	4	Review status of efforts to obtain relief from subpoena
10/08/13	J Jackson	123.30	0.20	4	Correspond with B. Wendt regarding status of our efforts to resolve citation
10/14/13	J Jackson	431.55	0.70	4	Meet with M. Stinson regarding status and next steps
10/22/13	J Jackson	123.30	0.20	4	Correspond with B. Wendt regarding status of our efforts to resolve citation
10/22/13	J Jackson	184.95	0.30	4	Conference with M. Stinson regarding response of City of Atlanta
10/24/13	J Jackson	123.30	0.20	4	Conference with M. Stinson regarding his efforts with City of Atlanta and next steps
10/25/13	J Jackson	123.30	0.20	18	Assist M. Stinson in communicating with City of Atlanta District Attorney's office
<b>Total Hours</b>		<b>5.30</b>			

**Total for Legal Fees \$2,781.45**

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Residential Capital, LLC  
Client-Matter No.: 479140-00008  
Invoice No.: 1911866

November 19, 2013  
Page 3

**Total This Invoice** **\$2,781.45**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	4.10	616.50	2,527.65
M. Stinson	Associate	1.20	211.50	253.80
<b>Total all Timekeepers</b>		<b>5.30</b>		<b>2,781.45</b>

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Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

November 19, 2013  
Invoice No. 1911865

Client-Matter No.: 479140-00009  
Subpoena Assistance & General Legal Advice

For Legal Services Rendered Through October 31, 2013

INVOICE TOTAL

Total For Current Legal Fees	\$930.60
<b>Total For Current Invoice</b>	<b>\$930.60</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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Minneapolis, MN 55480-1680

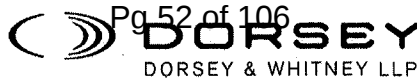
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Minneapolis, MN 55423

November 19, 2013  
Invoice No. 1911865

**Client-Matter No: 479140-00009**

**Subpoena Assistance & General Legal Advice**

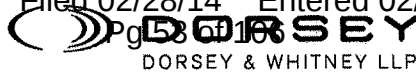
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## For Legal Services Rendered Through October 31, 2013

09/30/13	M. Stinson	63.45	0.30	18	Revise letter to SA Tighe to reflect J Jackson edits and send to SA Tighe
09/30/13	M. Stinson	84.60	0.40	18	Review and analyze file in Franklin County and subpoena received
09/30/13	M. Stinson	21.15	0.10	18	Telephone conference with Franklin County Prosecutor
10/03/13	M. Stinson	42.30	0.20	18	Review email from Special Agent Tighe and telephone conference with P. Spencer regarding next steps
10/14/13	M. Stinson	63.45	0.30	18	Conference with K. Ha regarding research on HAMP remedies and loan modification denial cause of action
10/15/13	M. Stinson	63.45	0.30	18	Telephone conference with B. Smith regarding HAMP remedies

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

**ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY**



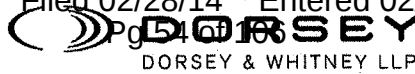
Residential Capital, LLC  
 Client-Matter No.: 479140-00009  
 Invoice No.: 1911865

November 19, 2013  
 Page 2

					and state law loan modification causes of action
10/15/13	M. Stinson	42.30	0.20	18	Telephone conference with Special Agent Tighe regarding Knockum subpoena
10/22/13	M. Stinson	21.15	0.10	18	Telephone conference with B. Smith regarding follow-up research regarding California homeowner statute
10/22/13	M. Stinson	42.30	0.20	18	Email and call Erica Smith with Atlanta City Solicitor's Office regarding B. Wendt subpoena
10/23/13	M. Stinson	63.45	0.30	18	Telephone conference with SA Tighe
10/24/13	M. Stinson	42.30	0.20	18	Telephone conference with Special Agent Tighe
10/24/13	M. Stinson	63.45	0.30	18	Follow-up with telephone conference with B. Smith and P. Spencer regarding declaration in lieu of testimony
10/25/13	M. Stinson	84.60	0.40	18	Review and analyze production in Knockum matter
10/25/13	M. Stinson	126.90	0.60	18	Draft and revise declaration of P. Spencer regarding production and existence of 1099-OID
10/25/13	M. Stinson	42.30	0.20	18	Draft cover letter to accompany declaration to SA Tighe
10/28/13	M. Stinson	42.30	0.20	18	Draft and revise declaration authenticating documents and forward to B. Smith and P. Spencer for comment and signature regarding Knockum matter
10/29/13	M. Stinson	21.15	0.10	18	Review email regarding status of declaration for SA Tighe

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Residential Capital, LLC  
 Client-Matter No.: 479140-00009  
 Invoice No.: 1911865

November 19, 2013  
 Page 3

**Total Hours 4.40**

**Total for Legal Fees \$930.60**

**Total This Invoice \$930.60**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Stinson	Associate	4.40	211.50	930.60
<b>Total all Timekeepers</b>		<b>4.40</b>		<b>930.60</b>

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ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY

THOMAS O. KELLY III  
(612) 492-6029  
kelly.tom@dorsey.com

December 20, 2013

**VIA FEDERAL EXPRESS**

Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104  
Attn: Darren M. Nashelsky, Gary S. Lee and  
Lorenzo Marinuzzi

Office of the United States Trustee  
for the Southern District of New York  
33 Whitehall Street, 21st Floor  
New York, NY 10004  
Attn: Tracy Hope Davis, Linda A. Riffkin,  
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP  
1177 Avenue of the Americas  
New York, NY 10036  
Attn: Kenneth H. Eckstein and  
Douglas H. Mannal

Kirkland & Ellis  
601 Lexington Avenue  
New York, NY 10022  
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP  
4 Times Square  
New York, New York 10036  
Attn: Kenneth S. Ziman and  
Jonathan H. Hofer

Re: In re Residential Capital, LLC, et al.  
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Dorsey & Whitney LLP's monthly fee statements for the period November 1, 2013 through November 30, 2013 (the "Statements"), which were served with a copy of this on the parties listed in paragraph (a) of the Order, on December 20, 2013.

In the absence of a timely objection, the Debtors shall pay \$5,044.96, consisting of the sum of (a) \$4,806.36, an amount equal to 80% of the fees (\$4,806.36 = \$6,007.95 x 0.80) and (b) 100% of the expenses (\$238.60) being requested in the Statements.

Morrison & Foerster LLP  
Office of the United States Trustee for the Southern District of New York  
Kramer Levin Naftalis & Frankel LLP  
Kirkland & Ellis  
Skadden, Arps, Slate, Meagher & Flom LLP  
December 20, 2013  
Page 2

Objections to the Statements are due by date that is the later of (1) 20 days after the date of service, or (2) the 40th day following the end of the month for which compensation is sought.

Sincerely,

Thomas O. Kelly III

Enclosures

cc: Tammy Hamzehpour (w/encl.)(via Federal Express)





MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916506

Client-Matter No.: 355050-00360  
Huntington Bancshares Inc.

---

For Legal Services Rendered Through November 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees

\$1,217.25

**Total For Current Invoice**

**\$1,217.25**

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916506

**Client-Matter No: 355050-00360**

**Huntington Bancshares Inc.**  
**Client Reference #: 719440**

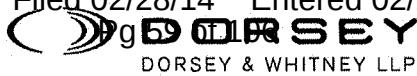
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**For Legal Services Rendered Through November 30, 2013**

11/15/13	J. Langdon	109.80	0.20	17	Memoranda to and from L. Marinuzzi regarding scope of release
11/15/13	J. Langdon	439.20	0.80	17	Memoranda to and from clients regarding release and indemnification
11/18/13	J. Langdon	219.60	0.40	17	Memoranda to and from and telephone conferences with individual defendants regarding indemnification and release
11/19/13	J. Langdon	274.50	0.50	17	Memoranda from and to individual defendants regarding scope of third-party release
11/22/13	A. Brantingham	119.25	0.50	17	Draft letter to court of appeals regarding status of ResCap bankruptcy
11/22/13	J. Langdon	54.90	0.10	17	Review draft status report to Court

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**ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY**



Residential Funding Company, LLC  
 Client-Matter No.: 355050-00360  
 Invoice No.: 1916506

December 10, 2013  
 Page 2

of Appeals

**Total Hours** **2.50**

**Total for Legal Fees** **\$1,217.25**

**Total This Invoice** **\$1,217.25**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
A. Brantingham	Associate	0.50	238.50	119.25
J. Langdon	Partner	2.00	549.00	1,098.00
<b>Total all Timekeepers</b>		<b>2.50</b>		<b>1,217.25</b>

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

**ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY**



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916507

Client-Matter No.: 355050-00361  
1941 Stichting Pensioenfonds ABP

For Legal Services Rendered Through November 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees

\$2,580.30

**Total For Current Invoice**

**\$2,580.30**

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916507

**Client-Matter No: 355050-00361**

**1941Stichting Pensioenfonds ABP**  
**Client Reference #: 719458**

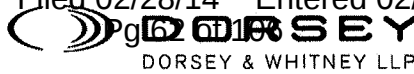
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**For Legal Services Rendered Through November 30, 2013**

11/12/13	J. Langdon	54.90	0.10	17	Review bankruptcy filings regarding plan approval
11/14/13	J. Langdon	219.60	0.40	17	Memorandum to clients regarding consideration for release
11/14/13	J. Langdon	54.90	0.10	17	Telephone conference with L. Marinucci regarding release of claims
11/14/13	J. Langdon	109.80	0.20	17	Review plan confirmation related filings
11/15/13	J. Langdon	439.20	0.80	17	Memoranda to and from clients regarding release and indemnification
11/15/13	J. Langdon	109.80	0.20	17	Memoranda to and from L. Marinuzzi regarding scope of release
11/15/13	J. Langdon	54.90	0.10	17	Review notice of status conference

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Residential Funding Company, LLC  
 Client-Matter No.: 355050-00361  
 Invoice No.: 1916507

December 10, 2013  
 Page 2

11/18/13 J. Langdon	219.60	0.40	17	Memoranda to and from and telephone conferences with individual defendants regarding indemnification and release
11/19/13 J. Langdon	274.50	0.50	17	Memoranda from and to individual defendants regarding scope of third-party release
11/20/13 J. Langdon	658.80	1.20	17	Review opinion regarding Phase I trial and other key pleadings regarding plan confirmation
11/20/13 J. Langdon	109.80	0.20	17	Memoranda to and from individual defendants regarding status
11/21/13 J. Langdon	164.70	0.30	17	Draft memoranda regarding indemnification and release
11/26/13 J. Langdon	109.80	0.20	17	Review plan confirmation trial pleadings
<b>Total Hours</b>		<b>4.70</b>		

<b>Total for Legal Fees</b>	<b>\$2,580.30</b>
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<b>Total This Invoice</b>	<b>\$2,580.30</b>
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### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	4.70	549.00	2,580.30
<b>Total all Timekeepers</b>		<b>4.70</b>		<b>2,580.30</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916508

Client-Matter No.: 355050-00368  
John Hancock Life Insurance Company, et al

For Legal Services Rendered Through November 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$1,098.00
<b>Total For Current Invoice</b>	<b>\$1,098.00</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

December 10, 2013  
Invoice No. 1916508

Client-Matter No: 355050-00368

John Hancock Life Insurance Company, et al  
Client Reference #: 732099

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For Legal Services Rendered Through November 30, 2013

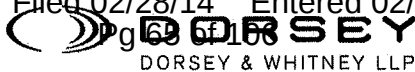
11/15/13 J. Langdon	439.20	0.80	17	Memoranda to and from clients regarding release and indemnification
11/15/13 J. Langdon	109.80	0.20	17	Memoranda to and from L. Marinuzzi regarding scope of release
11/15/13 J. Langdon	54.90	0.10	17	Review notice of status conference
11/18/13 J. Langdon	219.60	0.40	17	Communications with individual defendants regarding indemnification and release
11/19/13 J. Langdon	274.50	0.50	17	Memoranda from and to individual defendants regarding scope of third-party release
<b>Total Hours</b>		<b>2.00</b>		

<b>Total for Legal Fees</b>	<b>\$1,098.00</b>
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Residential Funding Company, LLC  
Client-Matter No.: 355050-00368  
Invoice No.: 1916508

December 10, 2013  
Page 2

**Total This Invoice** **\$1,098.00**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	2.00	549.00	1,098.00
<b>Total all Timekeepers</b>		<b>2.00</b>		<b>1,098.00</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

December 16, 2013  
Invoice No. 1917044

Client-Matter No.: 479140-00005  
Business Lending Workout Matters

For Legal Services Rendered Through November 30, 2013

INVOICE TOTAL

Total For Current Legal Fees	\$245.70
Total For Current Disbursements and Service Charges	\$238.60
<b>Total For Current Invoice</b>	<b>\$484.30</b>

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P.O. Box 1680  
Minneapolis, MN 55480-1680

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800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

December 16, 2013  
Invoice No. 1917044

**Client-Matter No: 479140-00005**

**Business Lending Workout Matters**  
**Client Reference #: 731146**

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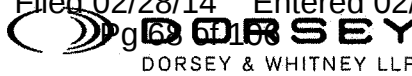
**For Legal Services Rendered Through November 30, 2013**

11/07/13	J. Langdon	54.90	0.10	17	(Nationwide) Memoranda from and to C. MacElree regarding Pitchersky settlement
11/13/13	S. Marsden	81.00	0.20	18	Review DOJ correspondence regarding Ally status as criminal "victim" in connection with C. Embley fraud
11/15/13	J. Langdon	54.90	0.10	17	(Alliance) Review motion to approve settlement
11/27/13	J. Langdon	54.90	0.10	17	(Nationwide) Memoranda from and to counsel for Ally Bank regarding status of California action
<b>Total Hours</b>		<b>0.50</b>			

<b>Total for Legal Fees</b>	<b>\$245.70</b>
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Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

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GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1917044

December 16, 2013  
 Page 2

### Disbursements and Service Charges

Court Reporter - James K. Langdon II - Veritext Corp - Transcript of Plea Hearing of S. Pitchersky 10/02/13	237.60
Copies of Legal Documents - Riverside Superior Court - Conformed Copy of Notice of Bankruptcy and Effect of Automatic Stay 10/23/13	1.00

<b>Total for Disbursements and Service Charges</b>	<b>\$238.60</b>
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<b>Total This Invoice</b>	<b>\$484.30</b>
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### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
S. Marsden	Partner	0.20	405.00	81.00
J. Langdon	Partner	0.30	549.00	164.70
<b>Total all Timekeepers</b>		<b>0.50</b>		<b>245.70</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

December 9, 2013  
Invoice No. 1915946

Client-Matter No.: 479140-00008  
City of Atlanta re Barb Wendt

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For Legal Services Rendered Through November 30, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$739.80
<b>Total For Current Invoice</b>	<b>\$739.80</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

December 9, 2013  
Invoice No. 1915946

**Client-Matter No: 479140-00008**

**City of Atlanta re Barb Wendt**

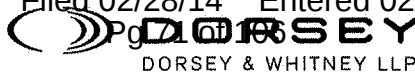
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**For Legal Services Rendered Through November 30, 2013**

11/04/13 J Jackson	123.30	0.20	4	Correspond with B. Wendt in response to her request for status of dismissal of citation
11/26/13 J Jackson	123.30	0.20	4	Correspond with B. Wendt in response to her request for status of documentation of dismissal of citation
11/26/13 J Jackson	184.95	0.30	4	Correspond with M. Stinson and B. Wendt's request and next steps
11/26/13 J Jackson	184.95	0.30	4	Review and revise letter to the City of Atlanta regarding final dismissal of the arrest citation addressed to B. Wendt
11/27/13 J Jackson	123.30	0.20	4	Advise M. Stinson on next steps with City of Atlanta
<b>Total Hours</b>		<b>1.20</b>		

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY



Residential Capital, LLC  
Client-Matter No.: 479140-00008  
Invoice No.: 1915946

December 9, 2013  
Page 2

**Total for Legal Fees \$739.80**

**Total This Invoice \$739.80**

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	1.20	616.50	739.80
<b>Total all Timekeepers</b>		<b>1.20</b>		<b>739.80</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

December 9, 2013  
Invoice No. 1916357

Client-Matter No.: 479140-00009  
Subpoena Assistance & General Legal Advice

**For Legal Services Rendered Through November 30, 2013**

**INVOICE TOTAL**

Total For Current Legal Fees	\$126.90
<b>Total For Current Invoice</b>	<b>\$126.90</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

December 9, 2013  
Invoice No. 1916357

**Client-Matter No: 479140-00009**

**Subpoena Assistance & General Legal Advice**

**For Legal Services Rendered Through November 30, 2013**

11/26/13	M. Stinson	126.90	0.60	18	Review correspondence file to prepare letter to Atlanta City Solicitor's Office regarding documentation of dismissal of Barb Wendt citation in Atlanta
<b>Total Hours</b>		<b>0.60</b>			

**Total for Legal Fees \$126.90**

**Total This Invoice \$126.90**

## Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Stinson	Associate	0.60	211.50	126.90
<b>Total all Timekeepers</b>		<b>0.60</b>		<b>126.90</b>

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THOMAS O. KELLY III  
(612) 492-6029  
kelly.tom@dorsey.com

January 16, 2014

**VIA FEDERAL EXPRESS**

Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104  
Attn: Darren M. Nashelsky, Gary S. Lee and  
Lorenzo Marinuzzi

Office of the United States Trustee  
for the Southern District of New York  
201 Varick Street, Suite 1006  
New York, NY 10014  
Attn: Tracy Hope Davis, Linda A. Riffkin,  
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP  
1177 Avenue of the Americas  
New York, NY 10036  
Attn: Kenneth H. Eckstein and  
Douglas H. Mannal

Kirkland & Ellis  
601 Lexington Avenue  
New York, NY 10022  
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP  
4 Times Square  
New York, New York 10036  
Attn: Kenneth S. Ziman and  
Jonathan H. Hofer

Re: In re Residential Capital, LLC, et al.  
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Dorsey & Whitney LLP's monthly fee statements for the period December 1, 2013 through December 17, 2013 (the "Statements"), which were served with a copy of this on the parties listed in paragraph (a) of the Order, on January 16, 2014.

In the absence of a timely objection, the Debtors shall pay \$1,703.88, consisting of the sum of (a) \$1,703.88, an amount equal to 80% of the fees (\$1,703.88 = \$2,129.85 x 0.80) and (b) 100% of the expenses (\$0) being requested in the Statements.

Morrison & Foerster LLP  
Office of the United States Trustee for the Southern District of New York  
Kramer Levin Naftalis & Frankel LLP  
Kirkland & Ellis  
Skadden, Arps, Slate, Meagher & Flom LLP  
January 16, 2014  
Page 2

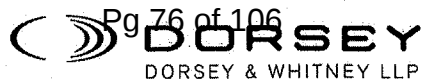
Objections to the Statements are due by date that is the later of (1) 20 days after the date of service, or (2) the 40th day following the end of the month for which compensation is sought.

Sincerely,

Thomas O. Kelly III

Enclosures

cc: Tammy Hamzehpour (w/encl.)(via Federal Express)



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922564

Client-Matter No.: 355050-00361  
1941 Stichting Pensioenfonds ABP

For Legal Services Rendered Through December 17, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$1,262.70
<b>Total For Current Invoice</b>	<b>\$1,262.70</b>

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

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P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Funding Company, LLC  
One Meridian Crossings  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922564

**Client-Matter No: 355050-00361**

**1941Stichting Pensioenfonds ABP**  
**Client Reference #: 719458**

## For Legal Services Rendered Through December 17, 2013

12/03/13	J. Langdon	54.90	0.10	17	Draft memoranda regarding plan confirmation issues
12/05/13	J. Langdon	274.50	0.50	17	Review amended plan
12/10/13	J. Langdon	384.30	0.70	17	Review pleadings regarding plan amendment and securities litigation releases
12/11/13	J. Langdon	274.50	0.50	17	Review pleadings regarding confirmation of third-party release
12/17/13	J. Langdon	274.50	0.50	17	Review bankruptcy order approving plan
<b>Total Hours</b>		<b>2.30</b>			

**Total for Legal Fees \$1,262.70**

**Total This Invoice \$1,262.70**

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Residential Funding Company, LLC  
Client-Matter No.: 355050-00361  
Invoice No.: 1922564

January 14, 2014  
Page 2

### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J. Langdon	Partner	2.30	549.00	1,262.70
<b>Total all Timekeepers</b>		<b>2.30</b>		<b>1,262.70</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

January 14, 2014  
Invoice No. 1922565

Client-Matter No.: 479140-00005  
Business Lending Workout Matters

For Legal Services Rendered Through December 17, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$497.25
<b>Total For Current Invoice</b>	<b>\$497.25</b>

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800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

GMAC ResCap  
Attn: Tammy Hamzehpour  
8400 Normandale Lake Blvd., Suite 350  
Minneapolis, MN 55437

January 14, 2014  
Invoice No. 1922565

**Client-Matter No: 479140-00005**

**Business Lending Workout Matters**  
**Client Reference #: 731146**

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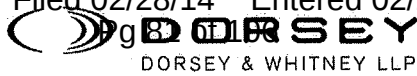
**For Legal Services Rendered Through December 17, 2013**

12/01/13	M. Buckley	59.40	0.20	17	(Nationwide) Review draft outline for summary judgment motion
12/10/13	T. Kelly	98.10	0.20	3	(General) Telephone conference with C. MacElree regarding guarantor liability for correspondent obligations
12/10/13	T. Kelly	49.05	0.10	3	(General) Telephone conference with J. Ruckdaschal regarding guarantor liability for correspondent obligations
12/10/13	J. Langdon	109.80	0.20	17	(Nationwide) Draft memoranda regarding status of Pitchersky settlement
12/13/13	J. Langdon	54.90	0.10	17	(Nationwide) Draft memorandum regarding status of California action
12/17/13	L. McGlinn	71.10	0.20	17	(Nationwide) Communication with

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GMAC ResCap  
 Client-Matter No.: 479140-00005  
 Invoice No.: 1922565

January 14, 2014  
 Page 2

				counsel regarding status of settlement negotiations
12/17/13	J. Langdon	54.90	0.10 17	(Alliance) Review order on settlement
<b>Total Hours</b>			<b>1.10</b>	

**Total for Legal Fees \$497.25**

**Total This Invoice \$497.25**

#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
M. Buckley	Associate	0.20	297.00	59.40
L. McGlinn	Other Attorney	0.20	355.50	71.10
T. Kelly	Partner	0.30	490.50	147.15
J. Langdon	Partner	0.40	549.00	219.60
<b>Total all Timekeepers</b>		<b>1.10</b>		<b>497.25</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922567

Client-Matter No.: 479140-00008  
City of Atlanta re Barb Wendt

---

For Legal Services Rendered Through December 17, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$123.30
<b>Total For Current Invoice</b>	<b>\$123.30</b>

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Minneapolis, MN 55480-1680

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U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922567

**Client-Matter No: 479140-00008**

**City of Atlanta re Barb Wendt**

## For Legal Services Rendered Through December 17, 2013

12/04/13	J Jackson	123.30	0.20	4	Conference with M. Stinson regarding his contact with the City of Atlanta and advise regarding necessary follow-up
<b>Total Hours</b>			<b>0.20</b>		

**Total for Legal Fees \$123.30**

**Total This Invoice \$123.30**

## Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	0.20	616.50	123.30
<b>Total all Timekeepers</b>		<b>0.20</b>		<b>123.30</b>

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612-340-2600

(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922568

Client-Matter No.: 479140-00009  
Subpoena Assistance & General Legal Advice

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**For Legal Services Rendered Through December 17, 2013**

**INVOICE TOTAL**

Total For Current Legal Fees	\$246.60
<b>Total For Current Invoice</b>	<b>\$246.60</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

# STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

January 14, 2014  
Invoice No. 1922568

**Client-Matter No: 479140-00009**

**Subpoena Assistance & General Legal Advice**

## For Legal Services Rendered Through December 17, 2013

12/17/13 J Jackson	246.60	0.40	4	Review Landers subpoena out of Columbus, Ohio, and discuss response to same with M. Stinson and with B. Smith
<b>Total Hours</b>		<b>0.40</b>		

**Total for Legal Fees \$246.60**

**Total This Invoice \$246.60**

## Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	0.40	616.50	246.60
<b>Total all Timekeepers</b>		<b>0.40</b>		<b>246.60</b>

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**EXHIBIT F**



MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN 55437

July 16, 2013  
Invoice No. 1886169

Client-Matter No.: 479140-00007  
FDIC Subpoena

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**For Legal Services Rendered Through June 30, 2013**

**INVOICE TOTAL**

<b>Total For Current Legal Fees</b>	<b>\$3,154.95</b>
<b>Total For Current Invoice</b>	<b>\$3,154.95</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN 55437

July 16, 2013  
Invoice No. 1886169

**Client-Matter No: 479140-00007**

**FDIC Subpoena**

---

**For Legal Services Rendered Through June 30, 2013**

06/11/13 J Jackson	739.80	1.20	18	Review materials provided by B. Smith and P. Spencer regarding FDIC subpoena
06/19/13 J Jackson	184.95	0.30	18	Review new subpoena issues
06/19/13 J Jackson	246.60	0.40	18	Conference with and advise M. Stinson on steps to take to protect Residential Capital's interests
06/20/13 J Jackson	61.65	0.10	18	Conference with M. Stinson regarding response
06/20/13 J Jackson	61.65	0.10	18	Review M. Stinson email reporting on his call with FDIC
06/20/13 J Jackson	61.65	0.10	18	Correspond with B. Smith regarding status and next steps
06/21/13 J Jackson	123.30	0.20	18	Telephone conference with B. Smith regarding process and bankruptcy stay
06/24/13 J Jackson	184.95	0.30	18	Telephone conference with B.

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Residential Capital, LLC  
Client-Matter No.: 479140-00007  
Invoice No.: 1886169

July 16, 2013  
Page 2

				Smith regarding new Georgia criminal subpoena and regarding Washington State criminal subpoena	
06/24/13	J Jackson	246.60	0.40	18	Advise M. Stinson regarding Georgia subpoena to object to producing witness regarding same
06/24/13	M. Stinson	84.60	0.40	18	Conference with J Jackson regarding GMAC subpoena issued from Georgia state court in criminal matter and leave voicemail message with requesting prosecuting attorney
06/25/13	J Jackson	246.60	0.40	18	Review and revise M. Stinson email to B. Smith regarding teleconference and suggested steps moving forward
06/25/13	J Jackson	246.60	0.40	18	Review Washington State criminal subpoena and correspondence with B. Smith and P. Spencer regarding Washington State criminal subpoena
06/25/13	J Jackson	369.90	0.60	18	Conference with M. Stinson regarding new Georgia criminal subpoena and discuss his call with the district attorney
06/25/13	M. Stinson	42.30	0.20	18	Telephone conference with prosecuting attorney in Georgia regarding GMAC subpoena in criminal matter
06/25/13	M. Stinson	42.30	0.20	18	Conference with J Jackson regarding substance of conversation with prosecuting attorney
06/25/13	M. Stinson	84.60	0.40	18	Draft email to B. Smith regarding teleconference and suggested steps moving forward

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Residential Capital, LLC  
Client-Matter No.: 479140-00007  
Invoice No.: 1886169

July 16, 2013  
Page 3

06/28/13	M. Stinson	42.30	0.20	18	Draft email to P. Spencer regarding strategy for handling subpoena
06/28/13	M. Stinson	21.15	0.10	18	Conference with J Jackson regarding status
06/28/13	M. Stinson	42.30	0.20	18	Telephone conference with prosecuting attorney in Georgia and discuss with J Jackson and draft email to P. Spencer regarding update
06/28/13	M. Stinson	21.15	0.10	18	Review and analyze email from P. Spencer regarding status of search for paper file and unavailability of witness

**Total Hours** 6.30

**Total for Legal Fees** \$3,154.95

**Total This Invoice** \$3,154.95

#### Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	4.50	616.50	2,774.25
M. Stinson	Associate	1.80	211.50	380.70
<b>Total all Timekeepers</b>		<b>6.30</b>		<b>3,154.95</b>

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MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd, Suite 350  
Minneapolis, MN 55437

July 18, 2013  
Invoice No. 1886953

Client-Matter No.: 494744-00001  
Jesse Martin re Subpoena Issue

---

**For Legal Services Rendered Through June 30, 2013**

**INVOICE TOTAL**

<b>Total For Current Legal Fees</b>	<b>\$9,285.30</b>
<b>Total For Current Invoice</b>	<b>\$9,285.30</b>

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Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

**Please make reference to the invoice number**

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**ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY**



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**For Legal Services Rendered Through June 30, 2013**

04/25/13 J Jackson	493.20	0.80	4	Review subpoena and underlying law
04/25/13 J Jackson	123.30	0.20	4	Correspond with J. Martin regarding subpoena
04/25/13 J Jackson	123.30	0.20	4	Correspond with B. Hoffman regarding status of government investigation
04/25/13 J Jackson	123.30	0.20	4	Telephone conference with J. Martin regarding next steps
04/26/13 J Jackson	431.55	0.70	4	Provide direction to M. Stinson regarding various tasks in preparation for meeting with J. Martin
04/26/13 M. Stinson	63.45	0.30	4	Review and analyze subpoena and accompanying materials from Department of Justice and conference with J Jackson regarding research questions

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Residential Capital, LLC  
Client-Matter No.: 494744-00001  
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July 18, 2013  
Page 2

04/28/13	M. Stinson	317.25	1.50	4	Analyze articles and caselaw regarding FIRREA
04/28/13	M. Stinson	42.30	0.20	4	Email J Jackson regarding answers to research questions
04/29/13	J Jackson	123.30	0.20	4	Prepare and send letter to AUSA Indira Cameron-Banks
04/29/13	J Jackson	678.15	1.10	4	Review background information on and legal basis for DOJ FIRREA investigation
04/29/13	J Jackson	1,479.60	2.40	4	Meet with J. Martin to discuss background and possible responses to subpoena
04/29/13	J Jackson	678.15	1.10	4	Review materials provided by J. Martin for response to subpoena
04/29/13	M. Stinson	571.05	2.70	4	Attend office conference with J Jackson and J. Martin regarding likely questions during deposition and employment history at ResCap
04/30/13	J Jackson	184.95	0.30	4	Consider and adopt strategy
04/30/13	J Jackson	184.95	0.30	4	Telephone conference with B. Hoffman regarding status of government investigation
04/30/13	J Jackson	184.95	0.30	4	Telephone conference with B. Smith regarding status and to report my call with B. Hoffman
04/30/13	M. Stinson	253.80	1.20	4	Review notes from meeting with J. Martin
04/30/13	M. Stinson	84.60	0.40	4	Email J Jackson summary of prior day's meeting
05/01/13	J Jackson	246.60	0.40	4	Correspond with Indira Cameron-Banks at DOJ regarding scheduling J. Martin's appearance
05/01/13	J Jackson	184.95	0.30	4	Correspond with J. Martin regarding my correspondence with

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Residential Capital, LLC  
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July 18, 2013  
Page 3

				U.S. Attorney	
05/07/13	J Jackson	184.95	0.30	4	Telephone conference with Assistant U.S. Attorney regarding document production and scheduling
05/13/13	J Jackson	184.95	0.30	4	Correspond with B. Hoffman regarding status
05/14/13	J Jackson	493.20	0.80	4	Review J. Martin documents
05/15/13	J Jackson	369.90	0.60	4	Continued evaluation of J. Martin's documents in response to subpoenas
05/16/13	J Jackson	246.60	0.40	4	Finalize review of J. Martin documents in response to subpoenas
05/22/13	J Jackson	184.95	0.30	4	Review and consider correspondence from U.S. Attorney regarding subpoena to J. Martin
06/05/13	J Jackson	184.95	0.30	4	Review correspondence from B. Hoffman at Morrison & Foerster regarding government investigation
06/14/13	J Jackson	123.30	0.20	4	Review and consider correspondence from B. Hoffman at Morrison & Foerster regarding status of government investigation
06/17/13	J Jackson	246.60	0.40	4	Further review of documents from J. Martin in light of recent government inquiries
06/18/13	J Jackson	493.20	0.80	4	Further review of documents for production to SEC
<b>Total Hours</b>			<b>19.20</b>		

**Total for Legal Fees \$9,285.30**

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Residential Capital, LLC  
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July 18, 2013  
Page 4

**Total This Invoice** **\$9,285.30**

**Timekeeper Summary**

<b>Timekeeper</b>	<b>Class</b>	<b>Hours</b>	<b>Billed Rate</b>	<b>Amount</b>
J Jackson	Partner	12.90	616.50	7,952.85
M. Stinson	Associate	6.30	211.50	1,332.45
<b>Total all Timekeepers</b>		<b>19.20</b>		<b>9,285.30</b>

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(Tax Identification No. 41-0223337)

**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
c/o Bradley Smith, Esq.  
8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN  
55437

August 15, 2013  
Invoice No. 1892376

Client-Matter No.: 479140-00006  
Subpoena matter re Sanchez, Lopez

---

**For Legal Services Rendered Through July 31, 2013**

**INVOICE TOTAL**

<b>Total For Current Legal Fees</b>	<b>\$1,109.70</b>
<b>Total For Current Invoice</b>	<b>\$1,109.70</b>

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8400 Normandale Lake Blvd  
Suite 350  
Minneapolis, MN  
55437

August 15, 2013  
Invoice No. 1892376

**Client-Matter No: 479140-00006**

**Subpoena matter re Sanchez, Lopez**

---

**For Legal Services Rendered Through July 31, 2013**

07/16/13 J Jackson	184.95	0.30	4	Review correspondence and new subpoenas
07/16/13 J Jackson	184.95	0.30	4	Meet with M. Stinson regarding tasks for new subpoenas
07/18/13 J Jackson	123.30	0.20	4	Provide guidance and strategy to M. Stinson regarding responding to subpoenas and dealing with the issuing party
07/18/13 J Jackson	123.30	0.20	4	Discuss updates of M. Stinson's actions with M. Stinson
07/18/13 J Jackson	123.30	0.20	4	Correspond with B. Smith regarding status of responding to new subpoenas
07/30/13 J Jackson	123.30	0.20	4	Advise M. Stinson on various ResCap subpoena issues
07/30/13 J Jackson	246.60	0.40	4	Revise correspondence and declaration responding to

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Residential Capital, LLC  
Client-Matter No.: 479140-00006  
Invoice No.: 1892376

August 15, 2013  
Page 2

subpoenas

**Total Hours 1.80**

**Total for Legal Fees \$1,109.70**

**Total This Invoice \$1,109.70**

**Timekeeper Summary**

<b>Timekeeper</b>	<b>Class</b>	<b>Hours</b>	<b>Billed Rate</b>	<b>Amount</b>
J Jackson	Partner	1.80	616.50	1,109.70
<b>Total all Timekeepers</b>		<b>1.80</b>		<b>1,109.70</b>

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**STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES**

Residential Capital, LLC  
c/o Bradley T. Smith, Esq.  
8400 Normandale Lake Blvd, Suite 350  
Minneapolis, MN 55437

August 15, 2013  
Invoice No. 1892373

Client-Matter No.: 494744-00001  
Jesse Martin re Subpoena Issue

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**For Legal Services Rendered Through July 31, 2013**

**INVOICE TOTAL**

Total For Current Legal Fees	\$246.60
<b>Total For Current Invoice</b>	<b>\$246.60</b>

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c/o Bradley T. Smith, Esq.  
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Minneapolis, MN 55437

August 15, 2013  
Invoice No. 1892373

Client-Matter No: 494744-00001

Jesse Martin re Subpoena Issue

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For Legal Services Rendered Through July 31, 2013

07/24/13	J Jackson	123.30	0.20	4	Advise M. Stinson regarding tasks for him to do to get relief for J. Martin
07/31/13	J Jackson	123.30	0.20	4	Correspond with B. Smith regarding subpoenas
<b>Total Hours</b>			<b>0.40</b>		

**Total for Legal Fees** \$246.60

**Total This Invoice** \$246.60

Timekeeper Summary

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	0.40	616.50	246.60
<b>Total all Timekeepers</b>		<b>0.40</b>		<b>246.60</b>

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(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

September 16, 2013  
Invoice No. 1897821

Client-Matter No.: 479140-00008  
City of Atlanta re Barb Wendt

---

For Legal Services Rendered Through August 31, 2013

**INVOICE TOTAL**

Total For Current Legal Fees	\$2,342.70
<b>Total For Current Invoice</b>	<b>\$2,342.70</b>

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Residential Capital, LLC  
Attn: David A. Marple  
One Meridian Crossings, Suite 100  
Mail Station 03-02-60  
Minneapolis, MN 55423

September 16, 2013  
Invoice No. 1897821

**Client-Matter No: 479140-00008**

**City of Atlanta re Barb Wendt**

---

**For Legal Services Rendered Through August 31, 2013**

08/05/13	J Jackson	123.30	0.20	4	Correspond with J. Ruckdaschel and B. Smith summarizing my telephone conference with B. Wendt and outlining next steps
08/05/13	J Jackson	123.30	0.20	4	Telephone conference with B. Wendt regarding arrest warrant
08/05/13	J Jackson	184.95	0.30	4	Telephone conference with J. Ruckdaschel and B. Smith regarding information in addressing arrest warrant
08/05/13	J Jackson	123.30	0.20	4	Correspond with J. Ruckdaschel regarding information in addressing arrest warrant
08/06/13	J Jackson	184.95	0.30	4	Correspond with J. Ruckdaschel and correspond with B. Smith regarding background information and property ownership
08/07/13	J Jackson	246.60	0.40	4	Telephone conference with B.

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Residential Capital, LLC  
Client-Matter No.: 479140-00008  
Invoice No.: 1897821

September 16, 2013  
Page 2

				Smith and J. Ruckdaschel to gather information on property ownership	
08/07/13	J Jackson	246.60	0.40	4	Correspond with J. Ruckdaschel and correspond with B. Smith following up on telephone conference and property ownership
08/07/13	J Jackson	246.60	0.40	4	Correspond with B. Wendt regarding additional information from the City of Atlanta and review the attachments to her correspondence
08/08/13	J Jackson	123.30	0.20	4	Correspond with J. Ruckdaschel to update him on status and next steps
08/09/13	J Jackson	246.60	0.40	4	Review correspondence regarding property ownership; telephone conference with B. Smith, J. Ruckdaschel, and B. Horn for B. Horn to explain what ownership documentation is available
08/12/13	J Jackson	123.30	0.20	4	Correspond with B. Wendt to update her on status and to address her concerns
08/13/13	J Jackson	123.30	0.20	4	Correspond with B. Wendt regarding documentation on ownership and effort to reach City of Atlanta officials
08/26/13	J Jackson	123.30	0.20	4	Correspond with B. Wendt
08/30/13	J Jackson	123.30	0.20	4	Telephone conference with B. Wendt regarding status and next steps

**Total Hours** **3.80**

**Total for Legal Fees** **\$2,342.70**

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Residential Capital, LLC  
Client-Matter No.: 479140-00008  
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September 16, 2013  
Page 3

**Total This Invoice** **\$2,342.70**

**Timekeeper Summary**

<b>Timekeeper</b>	<b>Class</b>	<b>Hours</b>	<b>Billed Rate</b>	<b>Amount</b>
J Jackson	Partner	3.80	616.50	2,342.70
<b>Total all Timekeepers</b>		<b>3.80</b>		<b>2,342.70</b>

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8400 Normandale Lake Blvd, Suite 350  
Minneapolis, MN 55437

September 16, 2013  
Invoice No. 1897818

Client-Matter No.: 494744-00001  
Jesse Martin re Subpoena Issue

---

**For Legal Services Rendered Through August 31, 2013**

**INVOICE TOTAL**

<b>Total For Current Legal Fees</b>	<b>\$123.30</b>
<b>Total For Current Invoice</b>	<b>\$123.30</b>

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**Client-Matter No: 494744-00001**

**Jesse Martin re Subpoena Issue**

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**For Legal Services Rendered Through August 31, 2013**

08/26/13	J Jackson	123.30	0.20	4	Correspond with B. Neil Hoffman regarding scope of government's investigation
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<b>Total Hours</b>	<b>0.20</b>
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<b>Total for Legal Fees</b>	<b>\$123.30</b>
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<b>Total This Invoice</b>	<b>\$123.30</b>
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**Timekeeper Summary**

Timekeeper	Class	Hours	Billed Rate	Amount
J Jackson	Partner	0.20	616.50	123.30
<b>Total all Timekeepers</b>		<b>0.20</b>		<b>123.30</b>

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